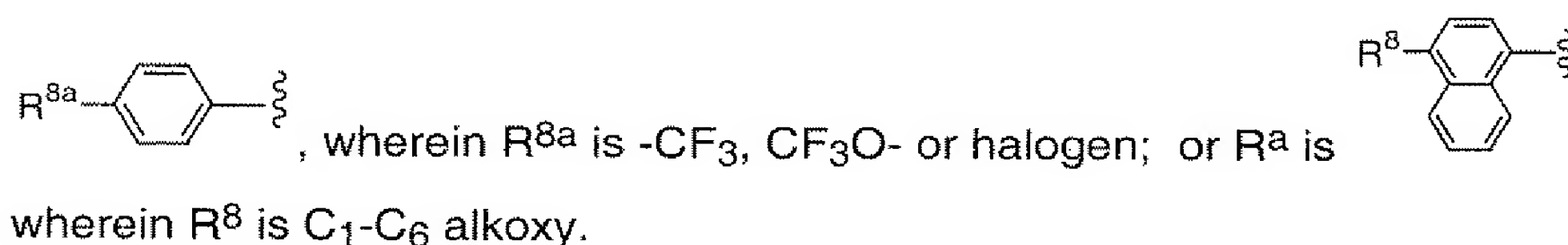


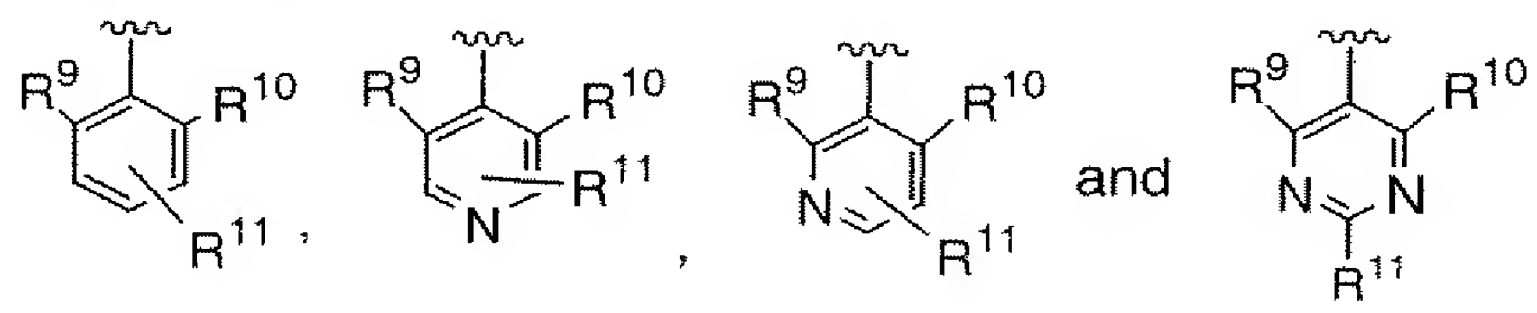
Presently Pending Claims

Language to be added has been **bolded and underlined**, while language to be deleted has been ~~**bolded and stricken-through**~~.

1. (Canceled)
2. (Previously presented) The method of claim 27 wherein R^a is R^{8a}-phenyl or R⁸-naphthyl.
3. (Previously presented) The method of claim 2 wherein R^a is

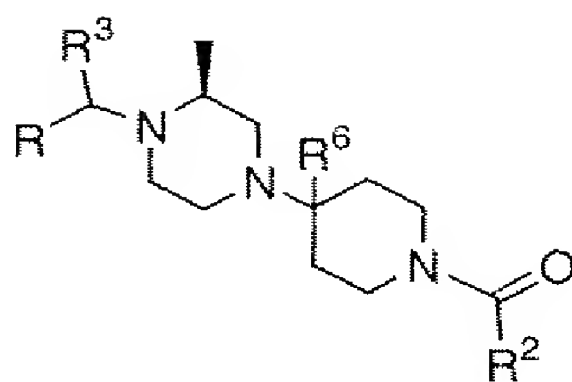


4. (Previously presented) The method of claim 27 wherein R³ is hydrogen, (C₁-C₆) alkyl, R⁸-phenyl, R⁸-benzyl or R⁸-pyridyl.
5. (Previously presented) The method of claim 27 wherein R¹ is hydrogen; R⁶ is hydrogen or methyl; R⁴ is methyl; and R⁵ and R⁷ are each hydrogen.
6. (Currently amended) The method of claim 27 wherein R² is **phenyl substituted with R⁹, R¹⁰, and R¹¹-phenyl; pyridyl substituted with R⁹, R¹⁰, and R¹¹-pyridyl; pyridyl N-oxide substituted with R⁹, R¹⁰, and R¹¹; or an N-oxide thereof; or pyrimidyl substituted with R⁹, R¹⁰, and R¹¹-pyrimidyl.**
7. (Previously presented) The method of claim 6 wherein R² is selected from the group consisting of



wherein R⁹ and R¹⁰ are selected from the group consisting of (C₁-C₆)alkyl, halogen, -OH and -NH₂.


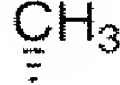
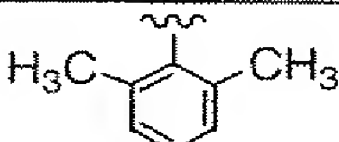


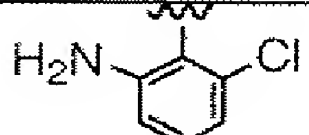


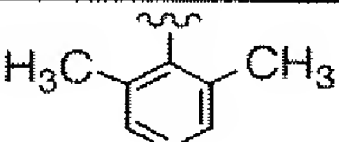

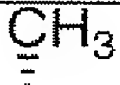
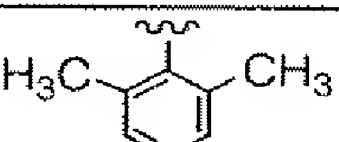

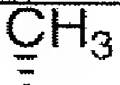
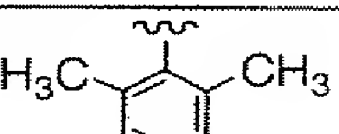


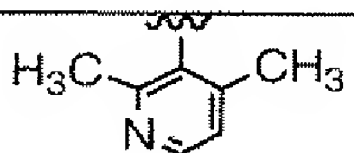

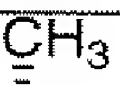
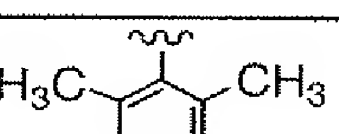
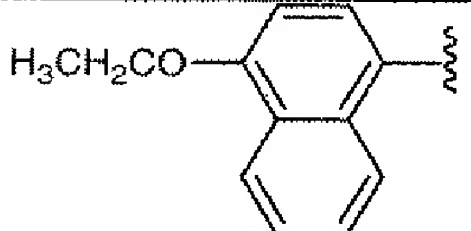
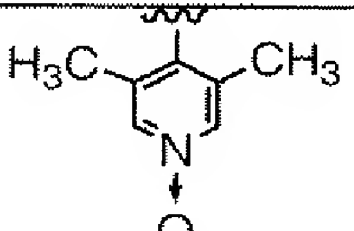
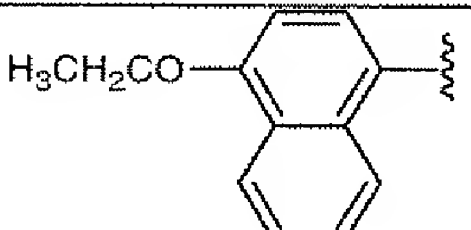
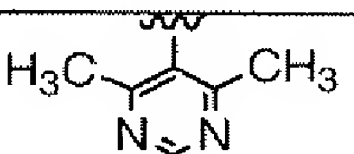

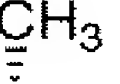
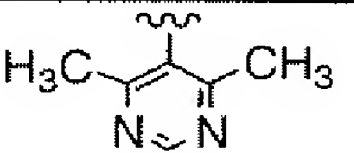


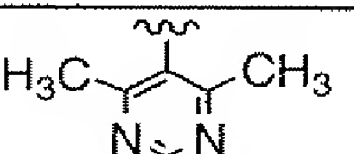


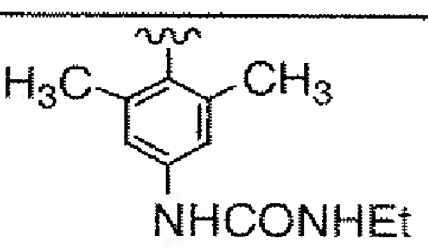
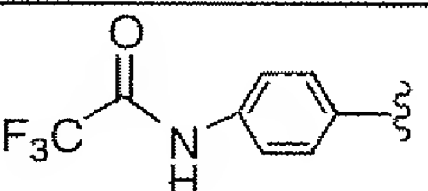
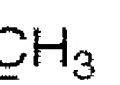
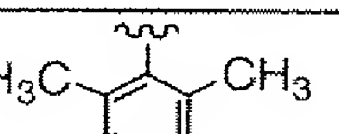

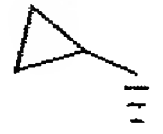
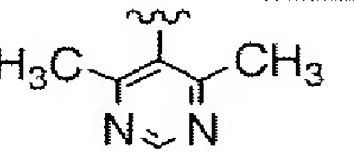
8. (Previously presented) The method of claim 27 wherein the CCR5 compound is selected from the group consisting of those represented by the structural formula

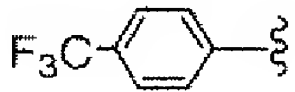

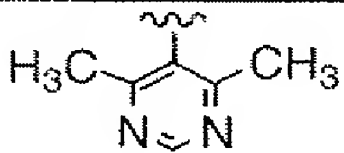

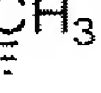
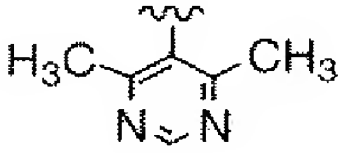


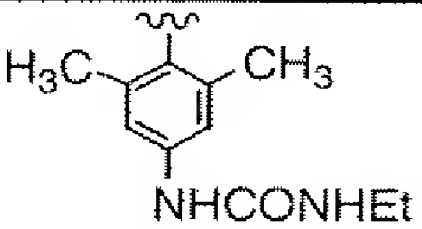
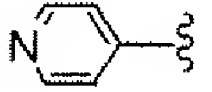
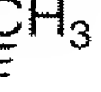
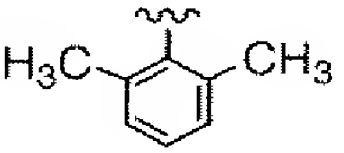


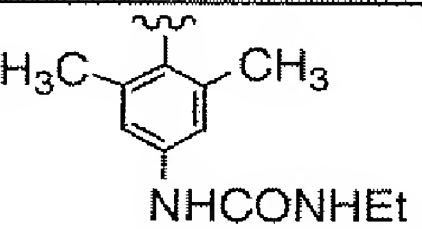


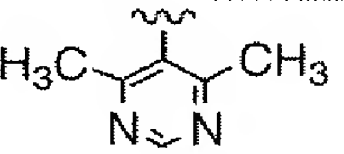


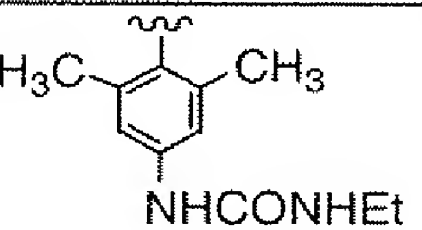


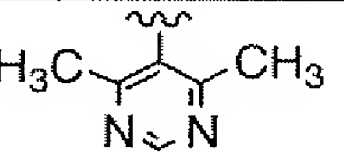


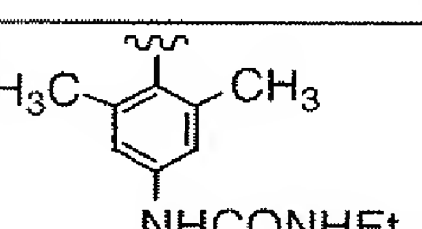


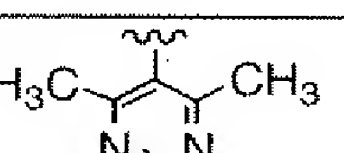

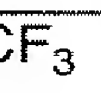
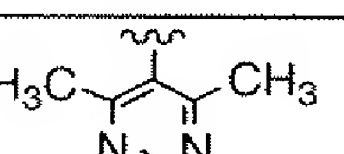


wherein R, R³, R⁶ and R² are as defined in the following table:

R	R ³	R ⁶	R ²
		H	
		-CH ₃	
		H	
		H	
		H	
		H	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	

		H	
		H	
		-CH3	
		-CH3	
		-CH3	
		-CH3	
		-CH3	
	H	-CH3	
	H	-CH3	
	H	-CH3	
	H	-CH3	
		-CH3	
	H	H	
		H	
		-CH3	

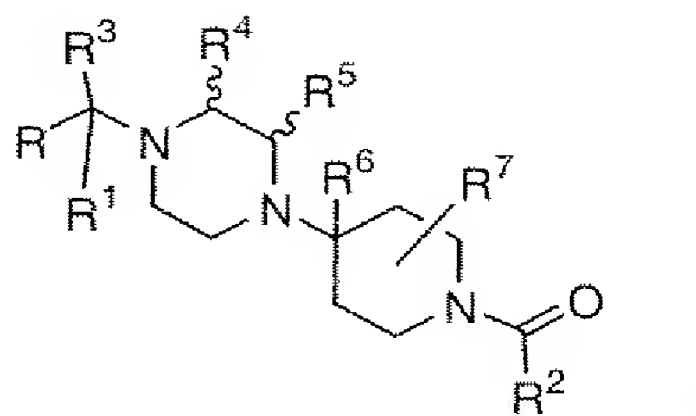
		H	
		-CH ₃	
		H	
		H	
		H	
		H	
		-CH ₃	
	H	-CH ₃	
	H	-CH ₃	
		-CH ₂ CH ₃	
		-CH ₂ CH ₃	
		-CH ₂ CH ₃	
		-CH ₃	
		-CH ₃	

		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	
		-CH ₃	

9-14. (Canceled)

15. (Currently amended) A method of treating solid organ transplant rejection, and graft v. host disease, ~~arthritis, rheumatoid arthritis, inflammatory bowel disease, atopic dermatitis, psoriasis, asthma, allergies or multiple sclerosis,~~ comprising administering to a human in need of such treatment a

therapeutically effective amount of a CCR5 antagonist of the structural formula I:

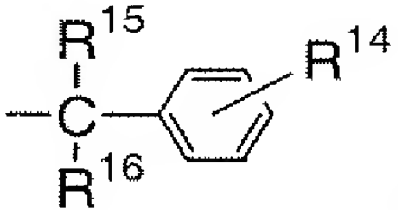
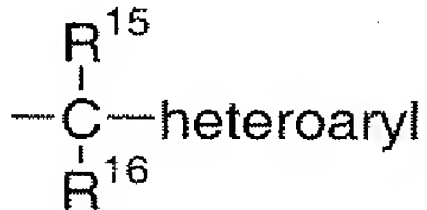


or a pharmaceutically acceptable salt thereof, wherein

R is R⁸-phenyl, R⁸-pyridyl, R⁸-thiophenyl or R⁸-naphthyl;

R¹ is hydrogen or C₁-C₆ alkyl;

R² is phenyl substituted with R⁹, R¹⁰, and R¹¹-phenyl; 6-membered heteroaryl substituted with R⁹, R¹⁰, and R¹¹-substituted 6-membered heteroaryl; 6-membered heteroaryl N-oxide substituted with R⁹, R¹⁰, and R¹¹-substituted 6-membered heteroaryl N-oxide; 5-membered heteroaryl substituted with R¹², and R¹³-substituted 5-membered heteroaryl; naphthyl; fluorenyl;

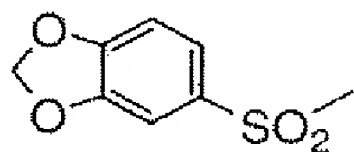
diphenylmethyl;  or  ;

R³ is hydrogen, C₁-C₆ alkyl, (C₁-C₆)alkoxy(C₁-C₆)alkyl, C₃-C₁₀ cycloalkyl, C₃-C₁₀ cycloalkyl(C₁-C₆)alkyl, R⁸-phenyl, R⁸-phenyl(C₁-C₆)alkyl, R⁸-naphthyl, R⁸-naphthyl(C₁-C₆)alkyl, R⁸-heteroaryl or R⁸-heteroaryl(C₁-C₆)alkyl;

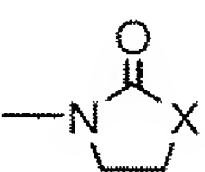
R⁴, R⁵, R⁷ and R¹³ are independently selected from the group consisting of hydrogen and (C₁-C₆)-alkyl;

R⁶ is hydrogen, C₁-C₆ alkyl or C₂-C₆ alkenyl;

R⁸ is 1 to 3 substituents independently selected from the group consisting of hydrogen, halogen, C₁-C₆ alkyl, C₁-C₆ alkoxy, -CF₃, CF₃O-, CH₃C(O)-, -CN, CH₃SO₂-, CF₃SO₂-, R¹⁴-phenyl, R¹⁴-benzyl,

CH₃C(=NOCH₃), CH₃C(=NOCH₂CH₃), , -NH₂, -NHCOCF₃,

-NHCONH(C₁-C₆ alkyl), -NHCO(C₁-C₆ alkyl), -NHSO₂(C₁-C₆ alkyl),

5-membered heteroaryl and , wherein X is -O-, -NH- or -N(CH₃)-;

R⁹ and R¹⁰ are independently selected from the group consisting of (C₁-C₆)alkyl, halogen, -NR¹⁷R¹⁸, -OH, -CF₃, -OCH₃, -O-acyl, -OCF₃ and -Si(CH₃)₃;

R¹¹ is R⁹, hydrogen, phenyl, -NO₂, -CN, -CH₂F, -CHF₂, -CHO, -CH=NOR¹⁷, pyridyl, pyridyl N-oxide, pyrimidinyl, pyrazinyl, -N(R¹⁷)CONR¹⁸R¹⁹, -NHCONH(chloro-(C₁-C₆)alkyl), -NHCONH((C₃-C₁₀)cycloalkyl(C₁-C₆)alkyl), -NHCO(C₁-C₆)alkyl, -NHCOCF₃, -NHSO₂N((C₁-C₆)alkyl)₂, -NHSO₂(C₁-C₆)alkyl, -N(SO₂CF₃)₂, -NHCO₂(C₁-C₆)alkyl, C₃-C₁₀ cycloalkyl, -SR²⁰, -SOR²⁰, -SO₂R²⁰, -SO₂NH(C₁-C₆ alkyl), -OSO₂(C₁-C₆)alkyl, -OSO₂CF₃, hydroxy(C₁-C₆)alkyl, -CON R¹⁷R¹⁸, -CON(CH₂CH₂-O-CH₃)₂, -OCONH(C₁-C₆)alkyl, -CO₂R¹⁷, -Si(CH₃)₃ or -B(OC(CH₃)₂)₂;

R¹² is (C₁-C₆)alkyl, -NH₂ or R¹⁴-phenyl;

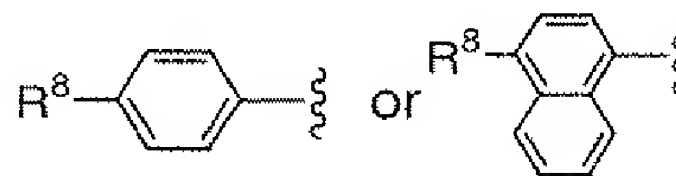
R¹⁴ is 1 to 3 substituents independently selected from the group consisting of hydrogen, (C₁-C₆) alkyl, -CF₃, -CO₂R¹⁷, -CN, (C₁-C₆)alkoxy and halogen;

R¹⁵ and R¹⁶ are independently selected from the group consisting of hydrogen and C₁-C₆ alkyl, or R¹⁵ and R¹⁶ together are a C₂-C₅ alkylene group and with the carbon to which they are attached form a spiro ring of 3 to 6 carbon atoms;

R¹⁷, R¹⁸ and R¹⁹ are independently selected from the group consisting of H and C₁-C₆ alkyl; and

R²⁰ is C₁-C₆ alkyl or phenyl.

16. (Original) The method of claim 15 wherein R is R⁸-phenyl or R⁸-naphthyl.



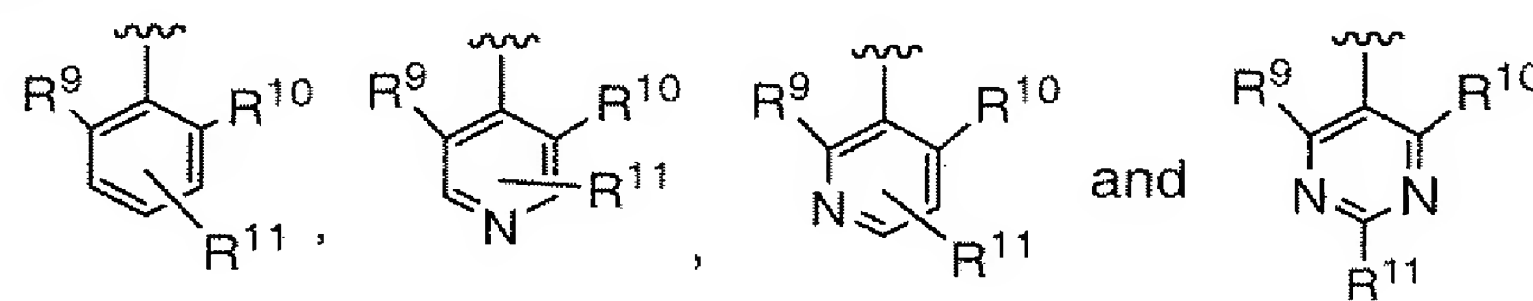
17. (Original) The method of claim 16 wherein R is

18. (Original) The method of claim 15 wherein R³ is hydrogen, (C₁-C₆) alkyl, R⁸-phenyl, R⁸-benzyl or R⁸-pyridyl.

19. (Original) The method of claim 15 wherein R¹ is hydrogen and R⁶ is hydrogen or methyl.

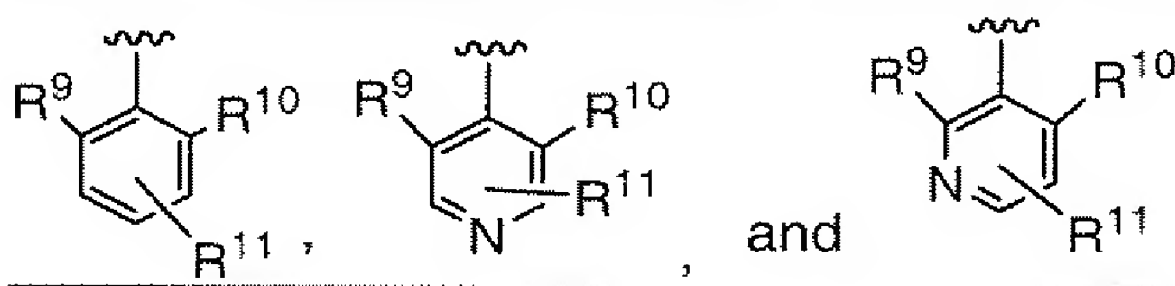
20. (Currently amended) The method of claim 15 wherein R² is phenyl substituted with R⁹, R¹⁰, and R¹¹-phenyl; pyridyl substituted with R⁹, R¹⁰, and R¹¹-pyridyl; or an pyridyl N-oxide substituted with R⁹, R¹⁰, and R¹¹; thereof, or pyrimidyl substituted with R⁹, R¹⁰, and R¹¹-pyrimidyl.

21. (Original) The method of claim 20 wherein R² is selected from the group consisting of

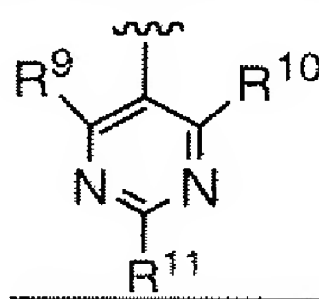


wherein R⁹ and R¹⁰ are selected from the group consisting of (C₁-C₆)alkyl, halogen, -OH and -NH₂.

22. (Currently amended) The method of claim 21 wherein R² is selected from the group consisting of phenyl or pyridyl and



wherein R¹¹ is hydrogen, or wherein R² is pyrimidyl and



wherein R¹¹ is hydrogen, methyl or phenyl.

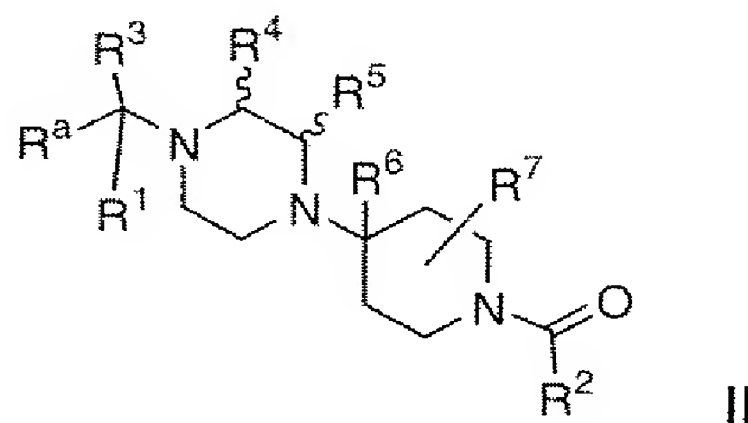
23-24. (Canceled)

25. (Currently amended) The method of claim 15, ~~for the treatment of solid organ transplant rejection, graft v. host disease, inflammatory bowel disease, rheumatoid arthritis or multiple sclerosis,~~ further comprising administering one or more other agents useful in the treatment of said diseases.

26. (Canceled)

27. (Currently amended) A method treating solid organ transplant rejection, and graft v. host disease, ~~inflammatory bowel disease, rheumatoid~~

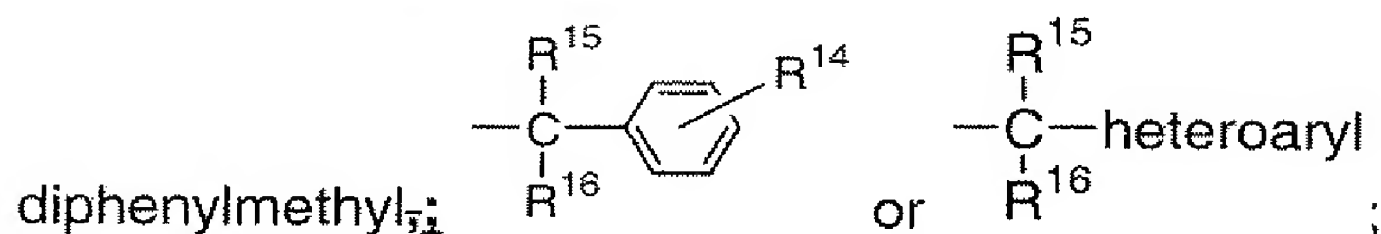
~~arthritis or multiple sclerosis~~ comprising administering to a human in need of such treatment a therapeutically effective amount of a CCR5 antagonist of the structural formula II



or a pharmaceutically acceptable salt thereof, wherein

- (1) R^a is R^{8a} -phenyl, R^{8b} -pyridyl, R^{8b} -thiophenyl or R^8 -naphthyl;
 R^1 is hydrogen or C_1 - C_6 alkyl;

R^2 is phenyl substituted with R^9 , R^{10} , and R^{11} -phenyl; 6-membered heteroaryl substituted with R^9 , R^{10} , and R^{11} -substituted 6-membered heteroaryl; 6-membered heteroaryl N-oxide substituted with R^9 , R^{10} , and R^{11} -substituted 6-membered heteroaryl N-oxide; 5-membered heteroaryl substituted with R^{12} , and R^{13} -substituted 5-membered heteroaryl; naphthyl; fluorenyl;



R^3 is hydrogen, C_1 - C_6 alkyl, (C_1 - C_6)alkoxy(C_1 - C_6)alkyl, C_3 - C_{10} cycloalkyl, C_3 - C_{10} cycloalkyl(C_1 - C_6)alkyl, R^8 -phenyl, R^8 -phenyl(C_1 - C_6)alkyl, R^8 -naphthyl, R^8 -naphthyl(C_1 - C_6)alkyl, R^8 -heteroaryl or R^8 -heteroaryl(C_1 - C_6)alkyl;

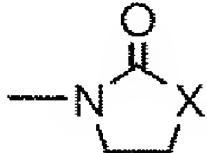
R^4 , R^5 , R^7 and R^{13} are independently selected from the group consisting of hydrogen and (C_1 - C_6)-alkyl;

R^6 is hydrogen, C_1 - C_6 alkyl or C_2 - C_6 alkenyl;

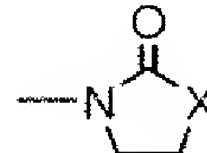
R^8 is 1 to 3 substituents independently selected from the group consisting of hydrogen, halogen, C_1 - C_6 alkyl, C_1 - C_6 alkoxy, $-CF_3$, CF_3O- , $CH_3C(O)-$, $-CN$, CH_3SO_2- , CF_3SO_2- , R^{14} -phenyl, R^{14} -benzyl,

$CH_3C(=NOCH_3)$, $CH_3C(=NOCH_2CH_3)$, , $-NH_2$, $-NHCOCF_3$,

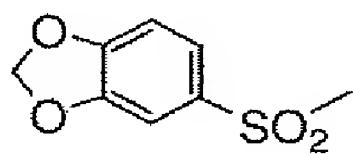
-NHCONH(C₁-C₆ alkyl), -NHCO(C₁-C₆ alkyl), -NHSO₂(C₁-C₆ alkyl),

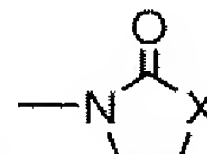
5-membered heteroaryl and , wherein X is -O-, -NH- or -N(CH₃)-;

R^{8a} is 1 to 3 substituents independently selected from the group consisting of hydrogen, halogen, -CF₃, CF₃O-, -CN, CF₃SO₂-, R¹⁴-phenyl, -

NHCOCF₃, 5-membered heteroaryl and , wherein X is as defined above;

R^{8b} is 1 to 3 substituents independently selected from the group consisting of hydrogen, halogen, -CF₃, CF₃O-, CH₃C(O)-, -CN, CF₃SO₂-,

R¹⁴-benzyl, CH₃C(=NOCH₃), CH₃C(=NOCH₂CH₃), ,

-NHCOCF₃, 5-membered heteroaryl and , wherein X is as defined above;

R⁹ and R¹⁰ are independently selected from the group consisting of (C₁-C₆)alkyl, halogen, -NR¹⁷R¹⁸, -OH, -CF₃, -OCH₃, -O-acyl, -OCF₃ and -Si(CH₃)₃;

R¹¹ is R⁹, hydrogen, phenyl, -NO₂, -CN, -CH₂F, -CHF₂, -CHO, -CH=NOR¹⁷, pyridyl, pyridyl N-oxide, pyrimidinyl, pyrazinyl, -N(R¹⁷)CONR¹⁸R¹⁹, -NHCONH(chloro-(C₁-C₆)alkyl), -NHCONH((C₃-C₁)cycloalkyl(C₁-C₆)alkyl), -NHCO(C₁-C₆)alkyl, -NHCOCF₃, -NHSO₂N((C₁-C₆)alkyl)₂, -NHSO₂(C₁-C₆)alkyl, -N(SO₂CF₃)₂, -NHCO₂(C₁-C₆)alkyl, C₃-C₁₀ cycloalkyl, -SR²⁰, -SOR²⁰, -SO₂R²⁰, -SO₂NH(C₁-C₆ alkyl), -OSO₂(C₁-C₆)alkyl, -OSO₂CF₃, hydroxy(C₁-C₆)alkyl, -CON R¹⁷R¹⁸, -CON(CH₂CH₂-O-CH₃)₂, -OCONH(C₁-C₆)alkyl, -CO₂R¹⁷, -Si(CH₃)₃ or -B(OC(CH₃)₂)₂;

R¹² is (C₁-C₆)alkyl, -NH₂ or R¹⁴-phenyl;

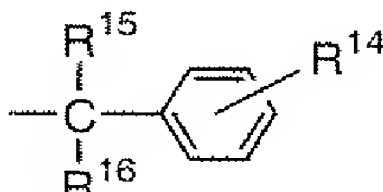
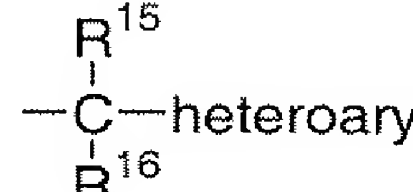
R¹⁴ is 1 to 3 substituents independently selected from the group consisting of hydrogen, (C₁-C₆) alkyl, -CF₃, -CO₂R¹⁷, -CN, (C₁-C₆)alkoxy and halogen;

R^{15} and R^{16} are independently selected from the group consisting of hydrogen and C_1 - C_6 alkyl, or R^{15} and R^{16} together are a C_2 - C_5 alkylene group and with the carbon to which they are attached form a spiro ring of 3 to 6 carbon atoms;

R^{17} , R^{18} and R^{19} are independently selected from the group consisting of H and C_1 - C_6 alkyl; and

R^{20} is C_1 - C_6 alkyl or phenyl; or

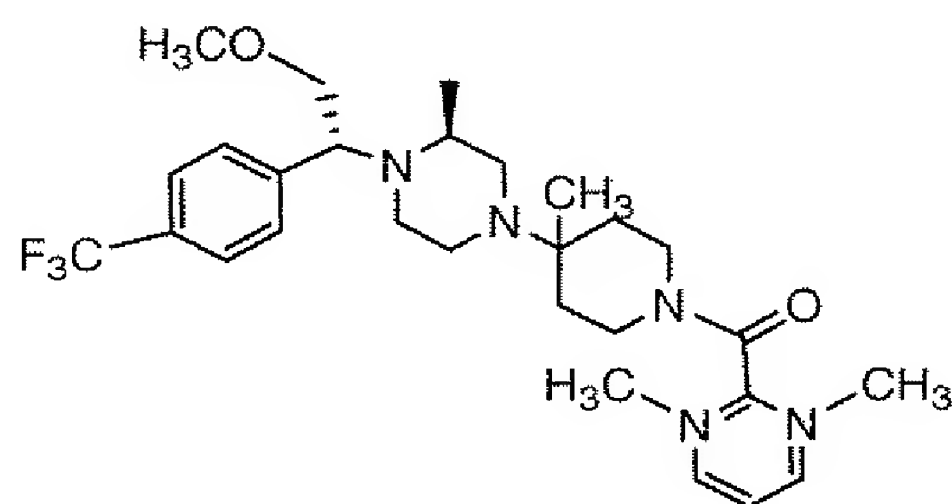
(2) R^a is R^8 -phenyl, R^8 -pyridyl or R^8 -thiophenyl;

R^2 is fluorenyl, diphenylmethyl,  or  ;

and R^1 , R^3 , R^4 , R^5 , R^6 , R^7 , R^8 , R^9 , R^{10} , R^{11} , R^{12} , R^{13} , R^{14} , R^{15} , R^{16} , R^{17} , R^{18} , R^{19} and R^{20} are as defined in (1).

28-30. (Canceled)

31. (New) A method treating solid organ transplant rejection, and graft v. host disease, comprising administering to a human in need of such treatment a therapeutically effective amount of a CCR5 antagonist of the structural formula



or a pharmaceutically acceptable salt thereof.